

DAVIS POLK & WARDWELL LLP
450 Lexington Avenue
New York, New York 10017
Telephone: (212) 450-4000
Facsimile: (212) 701-5800
Marshall S. Huebner
Benjamin S. Kaminetzky
Eli J. Vonnegut
Christopher S. Robertson

*Counsel to the Debtors
and Debtors in Possession*

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

In re:

)
) **Chapter 11**

PURDUE PHARMA L.P., et al.,¹

) **Case No. 19-23649 (SHL)**

Debtors.

) **(Jointly Administered)**
)

**FOURTH SUPPLEMENTAL DECLARATION OF JAMIE O'CONNELL
IN CONNECTION WITH THE EMPLOYMENT AND RETENTION
OF PJT PARTNERS LP AS INVESTMENT BANKER TO
THE DEBTORS AND DEBTORS IN POSSESSION**

¹ The Debtors in these cases, along with the last four digits of each Debtor's registration number in the applicable jurisdiction, are as follows: Purdue Pharma L.P. (7484), Purdue Pharma Inc. (7486), Purdue Transdermal Technologies L.P. (1868), Purdue Pharma Manufacturing L.P. (3821), Purdue Pharmaceuticals L.P. (0034), Imbrium Therapeutics L.P. (8810), Adlon Therapeutics L.P. (6745), Greenfield BioVentures L.P. (6150), Seven Seas Hill Corp. (4591), Ophir Green Corp. (4594), Purdue Pharma of Puerto Rico (3925), Avrio Health L.P. (4140), Purdue Pharmaceutical Products L.P. (3902), Purdue Neuroscience Company (4712), Nayatt Cove Lifescience Inc. (7805), Button Land L.P. (7502), Rhodes Associates L.P. (N/A), Paul Land Inc. (7425), Quidnick Land L.P. (7584), Rhodes Pharmaceuticals L.P. (6166), Rhodes Technologies (7143), UDF LP (0495), SVC Pharma LP (5717) and SVC Pharma Inc. (4014). The Debtors' corporate headquarters is located at One Stamford Forum, 201 Tresser Boulevard, Stamford, CT 06901.

I, John James O'Connell III, hereby declare:

1. I am a Partner in the Restructuring and Special Situations Group at PJT Partners LP ("PJT"). PJT has been engaged as the investment banker to the above-captioned debtors and debtors in possession (collectively, the "Debtors").

2. On November 5, 2019, the Debtors filed the *Debtors' Application to Employ PJT Partners LP as Investment Bankers Nunc Pro Tunc to the Petition Date* [Docket No. 430] (the "Application").²

3. In connection with the Application, Timothy Coleman submitted his initial declaration (the "Initial Declaration") describing PJT's connections to the Debtors and other potential parties in interest (the "PII"). The Initial Declaration was appended to the Application as Exhibit B.

4. On December 5, 2019, Mr. Coleman submitted his *Supplemental Declaration of Timothy Coleman in Support of the Debtors' Application to Employ PJT Partners LP as Investment Banker Nunc Pro Tunc to the Petition Date* [Docket No. 590]. On December 17, 2019, Mr. Coleman submitted his *Amended Supplemental Declaration of Timothy Coleman in Support of the Debtors' Application to Employ PJT Partners LP as Investment Banker Nunc Pro Tunc to the Petition Date* [Docket No. 657].

5. On January 9, 2020, this Court entered the *Order Approving the Debtors' Employment of PJT Partners LP as Investment Bankers Nunc Pro Tunc to the Petition Date* [Docket No. 728].

6. On September 23, 2020, Mr. Coleman submitted his *Second Supplemental Declaration of Timothy Coleman in Connection with the Employment and Retention of PJT Partners LP as Investment Banker to the Debtors' and Debtors in Possession Nunc Pro Tunc to*

² All capitalized terms used but not otherwise defined herein shall have the meanings ascribed to such terms in the Application.

the Petition Date [Docket No. 1719].

7. On January 29, 2021, Mr. Coleman submitted his *Third Supplemental Declaration of Timothy Coleman in Connection with the Employment and Retention of PJT Partners LP as Investment Banker to the Debtors' and Debtors in Possession* Nunc Pro Tunc to *the Petition Date* [Docket No. 2337].

8. On May 4, 2021, I submitted my *Supplemental Declaration of Jamie O'Connell in Connection with the Employment and Retention of PJT Partners LP as Investment Banker to the Debtors and Debtors in Possession* [Docket No. 2803].

9. On October 6, 2021, I submitted my *Second Supplemental Declaration of Jamie O'Connell in Connection with the Employment and Retention of PJT Partners LP as Investment Banker to the Debtors and Debtors in Possession* [Docket No. 3903].

10. On March 16, 2022, I submitted my *Third Supplemental Declaration of Jamie O'Connell in Connection with the Employment and Retention of PJT Partners LP as Investment Banker to the Debtors and Debtors in Possession* [Docket No. 4528]

11. I hereby submit this supplemental declaration to describe the below additional connections of PJT to the PII:

- a. An affiliate of PJT has been engaged to provide financial advisory services to a group of creditors of a company in a confidential matter. The members of such group include Citigroup, one of the PII. This engagement is wholly unrelated to the Debtors and these chapter 11 cases, and PJT does not believe that the interests of the Debtors or their estates are adversely affected by this engagement.
- b. PJT has been engaged to provide financial advisory services to a group of lenders to a company in a confidential matter. The members of such group include an affiliate of Fidelity Managed Income, one of the PII. This engagement is wholly unrelated to the Debtors and these chapter 11 cases, and PJT does not believe that the interests of the Debtors or their estates are adversely affected by such engagement.
- c. PJT has been engaged to provide financial advisory services to an ad hoc committee of creditors to a company in a confidential matter. The members of such ad hoc committee include an affiliate of each of Honeywell Safety

Products and Sparta Systems Inc., each of which is a PII. This engagement is wholly unrelated to the Debtors and these chapter 11 cases, and PJT does not believe that the interests of the Debtors or their estates are adversely affected by this engagement.

- d. PJT has been engaged to provide financial advisory services to a group of lenders in a confidential matter. The members of such group include an affiliate of Jefferies Group LLC, one of the PII. This engagement is wholly unrelated to the Debtors and these chapter 11 cases, and PJT does not believe that the interests of the Debtors or their estates are adversely affected by such engagement.
- e. PJT has been engaged to provide financial advisory services to an affiliate of JP Morgan Chase, one of the PII, in a confidential matter. This engagement is wholly unrelated to the Debtors and these chapter 11 cases, and PJT does not believe that the interests of the Debtors or their estates are adversely affected by such engagement.
- f. An affiliate of PJT has been engaged to provide financial advisory services to an affiliate of Sodexo Operations, LLC, one of the PII, in a confidential matter. This engagement is wholly unrelated to the Debtors and these chapter 11 cases, and PJT does not believe that the interests of the Debtors or their estates are adversely affected by this engagement.
- g. PJT has been engaged to provide financial advisory services to an affiliate of each of Steadfast Insurance Company and Zurich American Insurance Company, each of which is a PII, in connection with a confidential matter. This engagement is wholly unrelated to the Debtors and these chapter 11 cases, and PJT does not believe that the interests of the Debtors or their estates are adversely affected by this engagement.

Pursuant to 28 U.S.C. § 1746, I declare under penalty of perjury that the foregoing is true and correct to the best of my information, knowledge, and belief.

Dated: October 28, 2022
New York, New York

/s/ John James O'Connell III
John James O'Connell III
Partner
PJT Partners LP